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2 Entered on Docket
3 April 01, 2008
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A handwritten signature in black ink, appearing to read "Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

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18
19 **UNITED STATES BANKRUPTCY COURT**
20 **DISTRICT OF NEVADA**

21 In re:
22 USA Commercial Mortgage Company,
23 USA Capital Realty Advisors, LLC,
24 USA Capital Diversified Trust Deed Fund, LLC,
25 USA Capital First Trust Deed Fund, LLC,¹
26 USA Securities, LLC,²

Debtors.

Affects:

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR
Case No. BK-S-06-10727-LBR¹
Case No. BK-S-06-10728-LBR¹
Case No. BK-S-06-10729-LBR²

CHAPTER 11

Jointly Administered Under Case No. BK-S-06-10725 LBR

**ORDER SUSTAINING SECOND
OMNIBUS OBJECTION OF USACM
TRUST TO PROOFS OF CLAIM
BASED, IN WHOLE OR IN PART,
UPON INVESTMENT IN THE
GLENDALE TOWER PARTNERS,
LLC LOAN**

Hearing Date: March 25, 2008

Hearing Time: 9:30 a.m.

¹ This bankruptcy case was closed on October 12, 2007.

² This bankruptcy case was closed on December 26, 2007.

Pending before the Court is the USACM Liquidating Trust’s Second Omnibus Objection of USACM Trust to Proofs of Claim Based, in Whole or in Part, Upon Investment in the Glendale Tower Partners, LLC Loan (the “Objection”) [DE 5785]. Adequate notice of the Objection was given. The Court heard the Objection on March 25, 2008. No responses were filed to the Objection and no opposition was raised at the hearing.³ Good cause appearing,

IT IS ORDERED:

- Sustaining the Objection;
- Disallowing the Proofs of Claim listed on Exhibit A attached to the extent they are based upon an investment in the Glendale Tower Partners, LLC Loan. The Proofs of Claim listed in Exhibit A are not affected by this order to the extent they are based upon an investment in a loan(s) other than the Glendale Tower Partners, LLC Loan; and
- Reserving the right of any party in interest, including the USACM Trust, to further object to the Proofs of Claim listed on Exhibit A attached.

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PREPARED AND SUBMITTED:

LEWIS AND BOCA LLP

By: /s/ RC (#0006593)

Susan M. Freeman
Rob Charles
John Hinderaker
Attorneys for USACM Liquidating Trust

³ Spectrum Capital, LLC, filed a Response [DE 6044] to the Objection relating to Proof of Claim No. 10725-01414. The USACM Trust withdrew the Objection [DE 6047] as it relates to Proof of Claim No. 10725-01414. Accordingly, the Spectrum Capital Response is not referenced here because that claim is not impacted by this order and is not listed on Exhibit A, attached.

1 CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

2 In accordance with Local Rule 9021, the undersigned certifies:

3 The Court waived the requirements of approval under LR 9021.

4 No parties appeared or filed written objections, and there is no trustee appointed
5 in the case.

6 No opposition was filed to the motion and no other party or counsel appeared at
7 the hearing.

8 I have delivered a copy of this proposed order to all attorneys and unrepresented
9 parties who have appeared at the hearing, and any trustee appointed in the case,
10 and each has approved or disapproved the order, or failed to respond, as
11 indicated below:

12 **LEWIS AND ROCA LLP**

13 By: /s/ RC (#0006593)
14 Susan M. Freeman
15 Rob Charles
15 John Hinderaker
16 *Attorneys for USACM Liquidating Trust*

GLENDALE TOWER
Multiple Loan Claims

EXHIBIT A
Second Omnibus Objection

Claim	Name	Address	Total Claim Amount	Approximate Amount Subject to Objection Because it Relates to an Investment In the Glendale Tower Loan
10725-02126	Ronald A. and Marilyn Johnson	50 Snider Way Sparks, NV 89431-6308	\$152,100.00	\$50,000.00
10725-01660	Robert J. and Ruth Ann Kehl	Janet L. Chubb, Esq Jones Vargas P.O. Box 281 Reno, NV 89504-0281	\$12,841,680.13	\$400,000.00
10725-00800	Gary A. Michelsen	c/o John F. Murtha, Esq. P.O. Box 2311 Reno, NV 89505	\$543,373.00	\$50,732.00
10725-01312	Gary A. Michelsen	John F. Murtha, Esq. P.O. Box 2311 Reno, NV 89505	\$543,373.00	\$50,732.00
10725-00245	Robert H. and Lynn R. Perlman Trust Dated 9/17/92	c/o Robert H. and Lynn R. Perlman Ttees. 2877 Paradise Road, Unit 3501 Las Vegas, NV 89109-5278	\$1,187,000.00	\$50,000.00
10725-02423	Donald H. Pinsker	8650 West Verde Way Las Vegas, NV 89149-4145	\$816,528.58	\$100,000.00
10725-02191	TDS Revocable Family Trust Dtd 9/29/98	T. Dwight and Bonnie J. Sper Ttees. 1005 Cypress Ridge Lane Las Vegas, NV 89144-1425	\$889,337.00	\$100,000.00